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ELIAS C. ALVORD (1942)
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OF COUNSEL
URBAN A. LESTER

February 12, 2003

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

RECORDATION NO. 23416-L FILED
FEB 12 '03 2-49 PM
SURFACE TRANSPORTATION BOARD

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are three (3) copies of a Partial Release of Lien of Memorandum of Chattel Mortgage and Security Agreement Modification Agreement, dated February 12, 2003, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Chattel Mortgage and Security Agreement Modification Agreement which was previously filed with the Board under Recordation Number 23416-L.

The name and address of the party to the enclosed document is:

Secured Party: Allfirst Bank
25 South Charles Street
Baltimore, MD 21201

[Debtor: Midwest Railcar Corporation
3 Professional Park Drive, Suite B
Maryville, IL 62062]

A description of the railroad equipment covered by the enclosed document is:

10 covered hopper railcars MP 722453, MP 722923 and UP 76185 –
UP 86022 (N.S.)

Mr. Vernon A. Williams
February 12, 2003
Page Two

A short summary of the document to appear in the index follows:

Partial Release of Lien of Memorandum of Chattel Mortgage
and Security Agreement Modification Agreement

Also enclosed is a check in the amount of \$30.00 payable to the order
of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/anr
Enclosures

**PARTIAL RELEASE
OF LIEN
OF MEMORANDUM OF CHATTEL MORTGAGE AND SECURITY AGREEMENT
MODIFICATION AGREEMENT**

THIS PARTIAL RELEASE OF LIEN OF MEMORANDUM OF CHATTEL MORTGAGE AND SECURITY AGREEMENT MODIFICATION AGREEMENT (this "Partial Release") is given as of this 12 day of February, 2003, by ALLFIRST BANK (the "Secured Party"), witnesseth:

WHEREAS, the Secured Party and Midwest Railcar Corporation, an Illinois corporation, entered into that certain Memorandum of Chattel Mortgage and Security Agreement Modification Agreement dated as of July 29, 2002, bearing Surface Transportation Board Recordation No. 23416-L (the "Memorandum"), relating to, among others, ten (10) covered hopper cars more specifically described on Schedule 1 attached hereto (the "Released Railcars").

NOW, THEREFORE, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party hereto submits the following:

1. The Secured Party releases any lien against the Released Railcars created by or arising out of the Memorandum.
2. This Partial Release shall be recorded with the Surface Transportation Board so as to record the release of the lien against the Released Railcars constituted by the Memorandum.
3. This Partial Release shall not affect the lien created by or arising out of the Memorandum against the remaining railcars listed on Exhibit A to the Memorandum.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

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IN WITNESS WHEREOF, the Secured Party has caused this Partial Release to be duly executed under seal as of the date first above written.

WITNESS:

Henry W. Gryc

ALLFIRST BANK

By: Richard M. Folio (SEAL)

Richard M. Folio
Vice President

State of Maryland, City of Baltimore, TO WIT:

On this 6th day of February, 2003 before me personally appeared Richard M. Folio, to me personally known, who being by me duly sworn, says that he is the Vice President of ALLFIRST BANK, that said instrument was signed on behalf of said corporation, by authority of its Board of Directors, and that he acknowledged that the execution of the foregoing instruments was the free act and deed of said corporation.

IN WITNESS WHEREOF I have set my hand and seal.

Henry W. Gryc
Notary Public

(SEAL) HENRYKA W. GRYC
NOTARY PUBLIC STATE OF MARYLAND
County of Baltimore
My Commission Expires September 20, 2005

My Commission Expires:

SCHEDULE 1

DESCRIPTION OF RELEASED RAILCARS

Ten (10) covered hopper cars bearing the road marks and numbers as follows:

MP 722453

MP 722923

UP 75826

UP 76185

UP 76404

UP 76588

UP 76609

UP 76654

UP 77251

UP 86022